

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

GE HFS HOLDINGS, INC.,)	
<i>formerly known as</i>)	
)	
HELLER HEALTHCARE FINANCE, INC.,)	
)	
Plaintiff,)	
and)	
)	
MICHAEL INGOLDSBY,)	
)	Civil Action No. 05-CV-11128 NG
Intervenor Plaintiff,)	
v.)	
)	
NATIONAL UNION FIRE INSURANCE)	
COMPANY OF PITTSBURGH, PA. and)	
INTERNATIONAL INSURANCE GROUP, LTD.)	
)	
Defendants.)	

**PLAINTIFF GE HFS HOLDINGS, INC.'S MOTION TO DISQUALIFY
EDWARDS ANGELL PALMER & DODGE LLP AS COUNSEL TO DEFENDANT
NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA**

Pursuant to Massachusetts Rules of Professional Conduct Rule 1.9 and Rule 1.10, Plaintiff GE HFS Holdings, Inc., formerly known as Heller Healthcare Finance, Inc. ("Heller"), by its undersigned counsel, Sullivan & Worcester LLP, respectfully moves that this Court disqualify Edwards Angell Palmer & Dodge LLP ("E&A") as counsel to Defendant National Union Fire Insurance Company of Pittsburgh, PA. ("National Union") in the above-captioned matter.

Heller submits its accompanying memorandum of law and facts in support of this motion. Heller also relies on the Affidavits of Indy Edwards, Pamela Jones and Jeffrey E. Francis all of which were previously submitted with Heller's Opposition (Docket No. 43) to National Union's Motion to Quash (Docket No. 39).

WHEREFORE, Heller respectfully requests that the Court enter an order disqualifying E&A as counsel to Defendant National Union in the above-captioned matter, awarding Heller its costs and attorneys' fees in making this motion and granting Heller such further and additional relief as it deems just and proper.

REQUEST FOR ORAL ARGUMENT

Plaintiff respectfully request oral argument on this motion.

Respectfully submitted,

GE HFS HOLDINGS, INC.,
formerly known as
HELLER HEALTHCARE FINANCE, INC.,

By its attorneys,

\s\ Jeffrey E. Francis
Gayle P. Ehrlich (BBO # 546861)
Jeffrey E. Francis (BBO # 639944)
SULLIVAN & WORCESTER LLP
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Boston, Massachusetts 02109
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jfrancis@sandw.com

Dated: August 2, 2006

LOCAL RULE 7.1 CERTIFICATION

On August 1, 2006, counsel for Plaintiff attempted to confer by telephone with counsel for the Defendant and counsel for the Plaintiff left a voicemail for counsel for the defendant describing the relief requested in this motion. Counsel for the Defendant did not respond to the voicemail.

/s/ Jeffrey E. Francis

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Dated: August 2, 2006

Certificate of Service

I hereby certify that this document(s) filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non registered participants on August 2, 2006.

/s/ Jeffrey E. Francis